

EXHIBIT A

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
NORFOLK DIVISION**

GARY COMEAU,

Plaintiff,

V.

**SMP SPECIALTY METAL PRODUCTS
INC., 1140398 ONTARIO LTD., AND
JOHN CUNERTY,**

Defendants.

Civil Action No. 2:20-cv-00646

Honorable Robert G. Doumar

**DECLARATION OF MAY A. ANIS IN SUPPORT OF DEFENDANTS' MOTION
TO DISMISS FOR LACK OF STANDING OR, ALTERNATIVELY,
FOR LACK OF PERSONAL JURISDICTION**

I, May A. Anis, declare as follows:

1. I am a director, shareholder, and officer of Defendants SMP Specialty Metal Products Inc. (“SMP”) and 1140398 Ontario Ltd. (“Ontario Ltd.”). I submit this declaration in support of the Defendants’ Motion to Dismiss for Lack of Standing Or, Alternatively, for Lack of Personal Jurisdiction (“Motion”). Unless otherwise indicated, I have personal knowledge of the matters stated in this declaration.

2. Through my experiences as a director and officer of SMP and Ontario Ltd., I am knowledgeable about SMP and Ontario's regularly conducted business activities, including with respect to the procurement and maintenance of intellectual property rights.

3. U.S. Patent Application No. 14/713,176 (the “176 Application”) was filed on 15 May, 2015, naming John Joseph Cunerty and Gary Mark Comeau as inventors. On 13 June, 2017, Mr. Cunerty and Mr. Comeau executed a document entitled “Assignment / Declaration” in

which they assigned their rights in the '176 Application to "Specialty Metal Products Inc.," among other things. It is my understanding that both Mr. Cunerty and Mr. Comeau understood they were assigning their rights to SMP Specialty Metal Products Inc. (*i.e.*, Defendant SMP), and that the omission of the leading "SMP" from the name of the entity in the assignment was a typographical error. A true and correct copy of this "Assignment / Declaration" is attached hereto as **Exhibit 1**. The Assignment / Declaration was filed in the United States Patent & Trademark Office ("USPTO") in connection with the '176 Application and was also recorded with the USPTO.

4. On 18 July, 2017, the '176 Application issued as U.S. Patent No. 9,708,823 (the "823 Patent").

5. On 3 November, 2017, another document was recorded with the USPTO that referenced the '176 Application. Prior to being named "1140398 Ontario Ltd.," Defendant Ontario Ltd. was named "S.M.P. Specialty Metal Products Ltd." The name was changed by way of Articles of Amendment that were executed on 7 August, 2012. On 3 November, 2017, these Articles of Amendment were recorded with the USPTO under a "Patent Assignment Cover Sheet" that referenced the '176 Application. A true and correct copy of these "Articles of Amendment" is attached hereto as **Exhibit 2**.

6. Although the Articles of Amendment were recorded with the USPTO under a "Patent Assignment Cover Sheet" that references the '176 Application, the Articles themselves do not reference the '176 Application or the '823 Patent. Nor were they intended to effect an assignment of rights in the '176 Application or '823 Patent to 1140398 Ontario Ltd. Moreover, Defendant SMP has not otherwise assigned or transferred rights to the '176 Application or '823 Patent to any individual or entity. As a result, it is my understanding that it remains the sole

owner of the '823 Patent.

7. Defendant Ontario Ltd. is a Canadian entity. It does not own or lease property in the United States, it has no other assets in the United States, and it does not conduct business or otherwise transact with anyone in the United States. It effectively operates as a holding company.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on (date).

Executed in Ontario, Canada on: March 8, 2021



May A. Anis

EXHIBIT 1

504419911 06/19/2017

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT4466611

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
JOHN JOSEPH CUNERTY	06/13/2017
GARY MARK COMEAU	06/13/2017
RECEIVING PARTY DATA	
Name:	SPECIALTY METAL PRODUCTS INC.
Street Address:	326 WATLINE AVENUE
City:	MISSISSAUGA
State/Country:	CANADA
Postal Code:	L4Z 1X2
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	14713176
CORRESPONDENCE DATA	
Fax Number:	(416)361-1398
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	416-364-7311
Email:	astoddart@bereskinparr.com
Correspondent Name:	BERESKIN & PARR LLP
Address Line 1:	4000 - 40 KING STREET WEST
Address Line 4:	TORONTO, CANADA M5H 3Y2
ATTORNEY DOCKET NUMBER:	24339-P46929US02
NAME OF SUBMITTER:	NICHOLAS AITKEN
SIGNATURE:	/Nicholas Aitken/
DATE SIGNED:	06/19/2017
Total Attachments: 4	
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source=Assignment#page3.tif	
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24339-P46929US02
24339-P46929US03
24339-P46929PC00

ASSIGNMENT / DECLARATION

WHEREAS, JOHN JOSEPH CUNERTY, whose full post office address is 55 Sir Williams Lane, Toronto, Ontario M9A 1V2 Canada and GARY MARK COMEAU whose full post office address is 644 Mullin Way, Burlington, Ontario L7L 4J4 Canada, (hereinafter "the Assignors") are the inventors of an invention disclosed in United States patent application no. 14/713,176, filed on May 15, 2015 entitled LIFT ASSEMBLY AND SPA INCLUDING THE SAME, United States patent application no. 14/713,193 filed May 15, 2015 entitled LIFT ASSEMBLY AND SPA INCLUDING THE SAME and PCT international application no. PCT/CA2015/051126 filed November 3, 2015 entitled LIFT ASSEMBLY AND SPA INCLUDING THE SAME (hereinafter "the Applications").

AND WHEREAS, SPECIALTY METAL PRODUCTS INC. whose full post office address is 326 Watline Avenue, Mississauga, Ontario L4Z 1X2 Canada, (hereinafter "the Assignee"), has acquired from the Assignors, their entire right, title and interest in and to the invention, in all countries of the world, including their rights to these Applications, and all related applications and patents thereon, including any and all, international, national and regional phase applications based on these Applications, and other counterpart applications in all countries, and any and all substitutes, divisionals, continuations and continuations-in-part, and any Letters Patent that may be obtained therefor, and in any and all reissues, extensions, renewals and reexaminations of such applications and patents, including the right to claim priority to these Applications, and to all related applications and patents thereon filed by the Assignors or Assignee, including the benefit of any right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it, and the benefit of

any right of priority provided by any convention or treaty under domestic or foreign law, and to invoke and claim any such right of priority without further written or oral authorization from the Assignors;

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of all of which is hereby acknowledged, the Assignors hereby confirm that, as of the filing date of these Applications, they have assigned, and, effective as of the filing date of these Applications, do hereby sell and assign, transfer and set over to the Assignee, all their right, title and interest for Canada, the United States of America, its territories, dependencies and possessions, and for all other countries in the world, in and to the invention, including their rights to these Applications, and all related applications and patents thereon, including the right to claim priority to these Applications and to all related applications and patents thereon, to be held and enjoyed by the Assignee, its assigns and successors, as fully and entirely as the same would have been held and enjoyed by them, had this Assignment not been made.

The Assignors hereby confirm that these Applications were made or were authorized to be made by themselves and that they believe themselves to be the original inventors or joint inventors of a claimed invention in these Applications.

The Assignors shall without further consideration do all such things and execute all such documents as may be necessary or desirable to obtain and maintain these Applications for the invention, and all related applications and patents thereon, in any and all countries, and to vest title thereto in the Assignee, its successors, assigns and legal representatives or nominees.

The Assignors authorize and empower Bereskin & Parr LLP/S.E.N.C.R.L., s.r.l., whose complete address is Scotia Plaza, 40 King Street West, 40th Floor, Toronto, Ontario M5H 3Y2, to insert on this Assignment any further identification,

to prepare any translation which may be necessary or desirable in order to comply with the rules for recordation of this document in any country and to correct any clerical error in this Assignment.

The Commissioner of Patents & Trademarks is hereby authorized and requested to issue any Letters Patent for these Applications, and all related applications thereon, to the Assignee, for its sole use and benefit; and for the use and benefit of its successors and assigns, to the full end of the term for which Letters Patent may be granted, as fully and entirely as the same would have been held by the Assignors had this Assignment and sale not been made.

If a provision of this Assignment is or becomes illegal, invalid or unenforceable in any jurisdiction, that shall not affect the validity or enforceability in that jurisdiction of any other provision of this Assignment, or the validity or enforceability in other jurisdictions of that or any other provision of this Assignment.

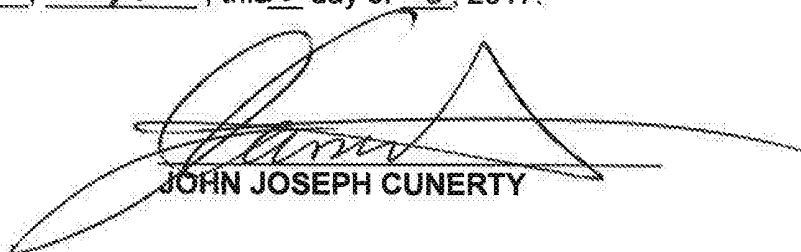
The Assignors hereby acknowledge that any willful false statement made in this Assignment/declaration is punishable under 18 U.S.C. 1001 by fine or imprisonment of not more than five (5) years, or both.

For the purpose of all legal proceedings this Assignment will be deemed to have been performed in the Province of Ontario and will be governed by and construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable therein.

The Parties confirm their express wish that this Assignment be drawn up in the English language. *Les parties confirment leur volonté expresse que cette cession soit rédigée en langue anglaise.*

SIGNED AT MISS., 017., this 13 day of 06, 2017.


Witness


JOHN JOSEPH CUNERTY

SIGNED AT MISS., 017., this 13 day of 06, 2017.


Witness


GARY MARK COMEAU

SIGNED AT MISS., 017., this 13 day of 06, 2017.


Witness

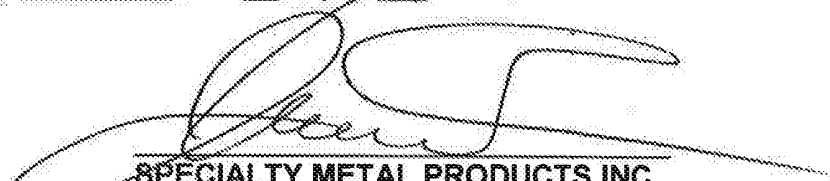

SPECIALTY METAL PRODUCTS INC.
Name: JOHN CUNERTY
Title: PRESIDENT

EXHIBIT 2

504626092 11/03/2017

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT4672810

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
S.M.P. SPECIALTY METAL PRODUCTS LTD.	08/07/2012
RECEIVING PARTY DATA	
Name:	1140398 ONTARIO LTD.
Street Address:	326 WATLINE AVENUE
City:	MISSISSAUGA
State/Country:	CANADA
Postal Code:	L4Z 1X2
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	14713176
CORRESPONDENCE DATA	
Fax Number:	(416)361-1398
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	416-364-7311
Email:	astoddart@bereskinparr.com
Correspondent Name:	BERESKIN & PARR LLP
Address Line 1:	40 KING STREET WEST, 40TH FLOOR
Address Line 4:	TORONTO, CANADA M5H 3Y2
ATTORNEY DOCKET NUMBER:	24339-P46929US02
NAME OF SUBMITTER:	NICHOLAS AITKEN
SIGNATURE:	/NICHOLAS AITKEN/
DATE SIGNED:	11/03/2017
Total Attachments: 2	
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source=Change of Name Document#page2.tif	

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PATENT
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Ministry of
Government Services

Ministère des
Services gouvernementaux

Ontario CERTIFICATE

This is to certify that these articles
are effective on

CERTIFICAT

Ceci certifie que les présents statuts
entrent en vigueur le

Ontario Corporation Number
Numéro de la société en Ontario

001140398

AUGUST 07 AOÛT, 2012

RECEIVED AUG 10 2012

[Signature]
Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

Form 3
Business
Corporations
Act

Formule 3
Loi sur les
sociétés par
actions

ARTICLES OF AMENDMENT STATUTS DE MODIFICATION

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
Nouvelle dénomination sociale de la société (s'il y a lieu) (écrire en LETTRES MAJUSCULES SEULEMENT):

S	.	M	.	P	.	S	P	E	C	I	A	L	T	Y	M	E	T	A	L	P	R	O	D	U	C	T
S	.	L	T	D	.																					

2. The name of the corporation is changed to (if applicable): (Set out in BLOCK CAPITAL LETTERS)
Nouvelle dénomination sociale de la société (s'il y a lieu) (écrire en LETTRES MAJUSCULES SEULEMENT):

1	1	4	0	3	9	8	O	N	T	A	R	I	O	L	T	D	.									

3. Date of incorporation/amalgamation:
Date de la constitution ou de la fusion:

1995-07-25

(Year, Month, Day)
(année, mois, jour)

4. Complete only if there is a change in the number of directors or the minimum / maximum number of directors.
Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé.

Number of directors is/are: or minimum and maximum number of directors is/are:
Nombre d'administrateurs: ou nombres minimum et maximum d'administrateurs:

Number or minimum and maximum
Nombre ou minimum et maximum

5. The articles of the corporation are amended as follows:
Les statuts de la société sont modifiés de la façon suivante:

THE NAME OF THE CORPORATION IS TO CHANGE FROM "S.M.P.
SPECIALTY METAL PRODUCTS LTD." TO "1140398 ONTARIO LTD."

6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.
La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la Loi sur les sociétés par actions.
7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2012-Aug-07

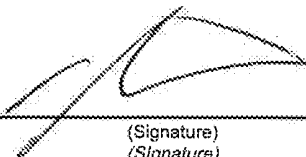
(Year, Month, Day)
(année, mois, jour)

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

S.M.P. SPECIALTY METAL PRODUCTS LTD.

(Name of Corporation) (If the name is to be changed by these articles set out current name)
(Dénomination sociale de la société) (Si l'on demande un changement de nom, indiquer ci-dessus la dénomination sociale actuelle).

By/
Par :



(Signature)
(Signature)

DIRECTOR

(Description of Office)
(Fonction)